



- I. Call to Order
- II. Approval of Minutes of the Pre-Board and Regular Meeting of April 20, 2012
- III. Ordinances, Resolutions and Public Hearings
 - a) Consider for approval adoption of **Resolution 4-2012** authorizing the Executive Director or his designee to apply for airport development assistance, accept, adopt and execute offers that are scheduled to expire on or before December 31, 2012 from the Administrator of the Federal Aviation Administration, the Transportation Security Administration, or the Indiana Department of Transportation constituting Agreement between the United States or the State of Indiana and the Indianapolis Airport Authority.
 - b) Consider for approval adoption of **Resolution 5-2012** authorizing the sale of IAA and ILMC inventoried items at the public auction.
- IV. Board Reports
 - a) President's Report
- V. Official Actions
 - a) Introduction of the IAA Consent Calendar dated May 25, 2012.
 - b) Consider for approval each of the individual items listed on the IAA Consent Calendar Agenda dated May 25, 2012.
- VI. Staff Reports
 - a) Interim, Executive Director Report – **Bob Duncan**
 - i. Recognitions
 - b) Financial Report – **Marsha Stone**
 - c) Communications & Marketing – **Patzetta Trice**
- VII. Other Reports/Update
- VIII. Board Communications
- IX. Next Meeting: *Friday, June 15, 2012 @ 8:30 a.m.*
- X. Adjourn

MONTH/YEAR	OTHER PARTY	TYPE OF DOCUMENT	TERM (YEARS)	REVENUE	INITIALS	COMMENTS
Mar-12	HP Products	Contract Renewal #2	1 year	N/A	J. Clark	For cleaning and paper supplies purchased on "as needed" basis
Mar-12	Airport Trade Center, LLC	Assignment of Lease	Unchanged	N/A	J. Clark	For approval to assign and lease to Pro Trans International
Mar-12	Infrastructure Engineering, Inc.	Contract for Services	9 months	N/A	J. Clark	For deicing control facilities improvements for 2012 in amount of \$94,458
Mar-12	Hellmuth, Obata & Kassabaum, Inc.	Professional Services Agreement	4 months	N/A	J. Clark	For development of IND Design Guidelines at cost of \$63,600
Mar-12	Heartland Solutions Corp	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	PK IND Partners	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	Eli Lilly	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	United States Postal Service	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	Vincennes University	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	Hawker Beechcraft	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	TSA	Memorandum of Understanding	4 years	N/A	J. Clark	For providing alarm monitoring services for various tenants/occupants
Mar-12	Susan H. Sims	First Amendment to Pasture Lease	1 year	\$400 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	William F. Richmond	First Amendment to Pasture Lease	1 year	\$400 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair

Mar-12	D.W. McGlothlin	First Amendment to Pasture Lease	1 year	\$1.00 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	Christine Donohoe	First Amendment to Pasture Lease	1 year	\$100 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	Stan Bailey	First Amendment to Pasture Lease	1 year	\$1.00 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	Barbara Tinkham	First Amendment to Pasture Lease	1 year	\$350 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	Dale Gladden	First Amendment to Pasture Lease	1 year	\$10,250 annual	J. Clark	For leasing a larger tract of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	FedEx Trade Networks & Brokerage, Inc.	First Amendment to Building Lease	term (IAA board authorized CEO to sign lease at 8/2011 meeting)	\$1,928,778.34	J. Clark	For establishment of commencement and termination dates of the lease
Mar-12	Michael Turpin, Michelle Hamm	Pasture Lease	1 year	\$500 annually	J. Clark	For leasing small amount of unused land; IAA saves on grass cutting and general maintenance expenses and fence repair
Mar-12	Oracle	Linux and VM Document	1 year	N/A	J. Clark	For IAA's purchasing order software in amount of \$988
Mar-12	Public Safety Medical	Service Agreement	9 months	N/A	J. Clark	For hearing tests on IAA maintenance employees, at \$19.64 per test

Mar-12	BGI Fitness	Contract Renewal	3 years	N/A	J. Clark	For maintenance of fitness equipment at IAA Fire Dept, at \$500 per year
Mar-12	MEL-RAC d/b/a Thrifty Car Rental	Airport Use Permit Amendment No. 1	1 year	Unchanged	J. Clark	For use of overflow parking area
Mar-12	Aircraft Service International	Airport Use Permit	3 years	\$108,000 total	J. Clark	For aircraft deicing and refueling services for various airlines
Mar-12	Mezzetta, Inc.	Contract for Services	30 days	N/A	R. Duncan	For modifications to the International Arrivals Building
Mar-12	Harmon Construction, Inc.	Contract Amendment for Cargo Apron Expansion Phase IV	15 months	N/A	R. Duncan	This document merely extends the contract by 3 months
Mar-12	Enterprise Leasing Company	Airport Use Permit Amendment No. 1	1 year	N/A	R. Duncan	For overflow parking arrangements
Mar-12	PennWell Corporation	Indemnification & Hold Harmless Agreement	5 days	N/A	R. Duncan	For use of IAA property for fire department drill/exercise
Mar-12	Plymate, Inc.	Contract Renewal 3	1 year	N/A	R. Duncan	For floor mat service, as needed
Mar-12	Clark Safety, Inc.	Quantity Purchase Agreement 3	1 year	N/A	R. Duncan	For safety products, as needed
Mar-12	HLM, Inc.	Permission to Film Agreement	1 day	\$300.00	R. Duncan	To allow filming on IAA property for a magazine
Mar-12	Garner Solutions, LLC	Contract for Consultant Services	9 months	N/A	R. Duncan	For IT consulting services at \$60/hour
Mar-12	NGC Corporation	Contract Amendment 2	9 months	N/A	R. Duncan	For rehab of southeast apron
Mar-12	Indy Regional Holdings LLC	Second Amendment to Lease	Unchanged	\$151,427.00	R. Duncan	Adjusts rental rate of lease
Mar-12	tw telecom of Indiana	Grant of Easement	Not perpetual; terminable by either party on written notice	\$487.50, subject to increase every 5 years	R. Duncan	Allows installation of fiber optic cable along New Haven Drive

Mar-12	Harshvir Singh (Metro)	T-Hangar Agreement	1 year	\$3,020.00	R. Duncan	For lease of hangar space
Mar-12	I.P.I. (Metro)	T-Hangar Agreement	1 year	\$3,020.00	R. Duncan	For lease of hangar space
Mar-12	Gary Swift (Metro)	T-Hangar Agreement	1 year	\$3,020.00	R. Duncan	For lease of hangar space
Mar-12	R.W. Armstrong & Associates	Professional Services Agreement	1 year	N/A	R. Duncan	For design and related services in amount of \$21,106

MINUTES
Board of Directors Meeting
Indianapolis Airport Authority

The Regular Meeting of the Indianapolis Airport Authority Board was called to order at 8:58 a.m., April 20, 2012, in the Airport's Board Room at the Indianapolis International Airport.

Present at commencement of the meeting and comprising a quorum were:

Michael W. Wells, President
Kelly J. Flynn, Vice President
Alfred Bennett, Secretary
Jean Wojtowicz, Member
Steve Dillinger, Member
Karen Caswelch, Member
Jack Morton, Member
Lynn Gordon, Advisory Member

Rex Joseph, IAA Board Counsel

IAA executive staff attending:

Robert A. Duncan, Interim Executive Director
Marsha Stone, Chief Financial Officer
Joseph Heerens, Chief Legal Officer
Mike Medvescek, Chief Operating Officer
Patzetta Trice, Chief Communications and Marketing Officer
Beverly Terlaje, Executive Assistant/Recording Secretary
Jamie Leap, Executive Assistant

APPROVAL OF MINUTES

Upon a motion by Mr. Flynn, seconded by Mr. Bennett and unanimously passed, approval was given to the Minutes of both the Pre-Board and Regular Meetings of March 23, 2012.

ORDINANCES, RESOLUTIONS AND PUBLIC HEARINGS

President Wells asked for a motion to withdraw Ordinance 1-2012. Upon a motion by Mr. Flynn, seconded by Ms. Wojtowicz and unanimously passed, approval was given to withdraw Ordinance 1-2012.

Upon a motion by Finance & Audit Committee Chair Jean Wojtowicz, seconded by Mr. Dillinger and unanimously passed, Resolution No. 1-2012 (amending and replacing the existing Investment Policy, effective July 1, 2012) was approved and adopted.

President Wells next introduced Resolution No. 2-2012, Building Lease Agreement with ET Energy Solutions, LLC. Upon a motion by Mr. Bennett, seconded by Mr. Dillinger and unanimously passed, Resolution No. 2-2012 (Building Lease Agreement with ET Energy Solutions, LLC) was approved and adopted.

President Wells next introduced Resolution No. 3-2012, Third Amendment to Lease Agreement with Cargolux Airlines International S.A. Upon a motion by Mr. Flynn, seconded by Mr. Bennett and unanimously passed, Resolution No. 3-2012 (Third Amendment to Lease Agreement with Cargolux Airlines) was approved and adopted.

BOARD REPORTS

President's Report

President Wells indicated that was pleased with the progress at IAA in recent months and was fully supportive of Executive Director Bob Duncan's performance.

Finance & Audit Committee Report

Finance & Audit Committee ("FAC") Chair Ms. Wojtowicz reported that FAC recently met with IAA's external auditors, BKD, LLP ("BKD"), to review the draft audit and other related reports, including the management letter. After its review and discussion, FAC recommends approval and acceptance of the audit report as presented by BKD.

Upon a motion by Ms. Wojtowicz, seconded by Mr. Dillinger and unanimously passed, approval was given to the Independent Accountants Report and Financial Statements of IAA for years ending December 31, 2011 and 2010.

OFFICIAL ACTIONS

President Wells asked for a motion to approve Board Item BP2012-04-2 which concerns 2012 IAA Staff travel plans for the remainder of 2012. Upon a motion by Mr. Bennett, seconded by Mr. Flynn and unanimously passed, approval was given to BP2012-04-2.

President Wells expressed his appreciation to Executive Director Duncan and IAA Staff for the document on proposed travel schedule and budget for 2012. The document containing proposed travel schedule and budget for 2013 should be presented to Board for review in November, 2012. He also mentioned that the need for additional travel (which is not listed on the approved travel schedule) may arise during the remainder of 2012, in which event it will be discussed in advance with the IAA's President and Vice President.

APPROVAL OF THE INDIANAPOLIS AIRPORT AUTHORITY'S CONSENT CALENDAR,
DATED APRIL 20, 2012:

There was a motion by Mr. Morton, seconded by Mr. Bennett, for approval of IAA's Consent Calendar, dated April 20, 2012. However, prior to a full vote, Vice President Flynn requested that BP2012-04-8 be removed so that it may be discussed and considered separately, which was granted.

President Wells then asked for a motion to approve this "amended" Consent Calendar. Upon a motion by Mr. Dillinger, seconded by Mr. Flynn and unanimously passed, approval was given to the IAA's Consent Calendar, dated April 20, 2012, as amended by the removal of BP2012-04-8 therefrom.

Vice President Flynn next addressed BP2012-04-8 pertaining to snow equipment and expressed his preference from Option #2 due to the significant savings and efficiencies. Mr. Medvescek indicated that the new equipment should increase safety and reduce overtime costs. Executive Director Duncan noted that the runway closure times would be reduced significantly with this new equipment, thereby enhancing safety.

Upon a motion by Mr. Flynn, seconded by Ms. Wojtowicz and unanimously passed, approval was given to accept Option #2, BP2012-04-8, IAA's Consent Calendar, dated April 20, 2012.

APPROVAL OF INDIVIDUAL ITEMS LISTED ON THE INDIANAPOLIS AIRPORT
AUTHORITY'S CONSENT CALENDAR, DATED APRIL 20, 2012:

Upon a motion by Mr. Bennett, seconded by Mr. Flynn and unanimously passed, approval was given to accept each of the individual items listed on the IAA's Consent Calendar, dated April 20, 2012.

STAFF REPORTS

CEO Report

Executive Director Bob Duncan reported that, since his arrival last month, he has been implementing changes designed to improve the Airport's efficiency and responsiveness. In the last three (3) weeks, he has visited all of the major IAA departments, rode shuttle buses, attended roll calls, and encouraged open dialogue between management and staff. Mr. Duncan has also asked IAA Senior Management (as part of their performance measures) to make at least eight (8) visits to various IAA departments in order to have general discussions with frontline staff in their workplace, thereby increasing interaction and understanding between management and staff, which is an objective he reiterated to attendees of the All Employee Meeting held on April 17th. Mr. Duncan also reported that all IAA staff performance reviews were completed timely.

Executive Director Duncan also mentioned that, in furtherance of his goal of increasing management's efficiency and effectiveness, he has consolidated several regular weekly meetings into a single weekly meeting, thus saving a significant amount of time for IAA staff. He also asked that IAA Executives and Directors review their department's process and procedures to further reduce unnecessary bureaucracy without negatively affecting organizational performance.

Financial Report

Ms. Marsha Stone, IAA's Chief Financial Officer, provided a report on IAA's Air Service activities and a brief overview of Air Service Strategy. President Wells noted that the Air Service issue was very important, and that most airports around the country are losing capacity at this time.

Supplier Diversity Report

Mr. Corey Wilson, IAA's Director of Supplier Diversity & Government Affairs, provided the quarterly and annual Supplier Diversity Report. He also reported on the Supplier Diversity Outreach event of February 22, 2012, which targeted DMW&VBE contractors, designers and planners.

Other Reports/Update

President Wells introduced and welcomed the newest IAA Board member, Ms. Karen Caswelch. Mr. Wells also mentioned Mr. David Lewis Sr., who is also a new IAA Board member but who was unable to attend today's meeting due to a prior commitment.

Lastly, it was noted that the IAA Board meeting scheduled for May 18, 2012, has been moved to 8:30 a.m. on Friday, May 25, 2012.

ADJOURNMENT

There being no further business, the meeting was adjourned at 9:36 a.m.

INDIANAPOLIS AIRPORT AUTHORITY*

Michael W. Wells, President

Alfred R. Bennett, Secretary

Date: _____

*Signed under authority of IAA Board Resolution #10-2009



Board Memo

To: IAA Board of Directors

From: Marsha A. Stone, Chief Financial Officer

Date: May 11, 2012

Board Date: May 25, 2012

Subject: Resolution No. 4-2012

Resolution Number 4-2012 authorizes the Executive Director of the Indianapolis Airport Authority, Indianapolis, Indiana, or his designee, to apply for airport development assistance and to accept on behalf of the Indianapolis Airport Authority, any and all Offers that may be extended to it on or before December 31, 2012 by the Administrator of the Federal Aviation Administration (FAA), the Transportation Security Administration (TSA), or the Indiana Department of Transportation (INDOT).

There is no board paper applicable to this resolution. Federal and State agencies often allow a very short amount of time when extending Offers. This blanket resolution is a proactive measure taken by the Authority to ensure it will be able to respond in a timely manner to potential Offers extended by any of the governmental agencies included in this resolution. The board has approved similar blanket resolutions in previous years which have allowed the Authority to take advantage of funding sources it would otherwise not have had the opportunity to utilize.

Recommendation

The IAA staff has recommends that the Board approve resolution 4-2012 granting the Executive Director, or his authorized representative, authorization to apply for, and accept Offers extended to it by the FAA, TSA, or INDOT.

Consider for approval adoption of Resolution 4-2012 authorizing the Executive Director or his designee to apply for airport development assistance, accept, adopt and execute offers that are scheduled to expire on or before December 31, 2012 from the Administrator of the Federal Aviation Administration, the Transportation Security Administration, or the Indiana Department of Transportation constituting Agreement between the United States or the State of Indiana and the Indianapolis Airport Authority.

RESOLUTION NO. 4-2012

RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR OR HIS DESIGNEE TO APPLY FOR ACCEPT, ADOPT AND EXECUTE OFFER(S) THAT ARE SCHEDULED TO EXPIRE ON OR BEFORE DECEMBER 31, 2012 FROM THE ADMINISTRATOR OF THE FEDERAL AVIATION ADMINISTRATION, THE TRANSPORTATION SECURITY ADMINISTRATION, OR THE INDIANA DEPARTMENT OF TRANSPORTATION CONSTITUTING GRANT AGREEMENT BETWEEN THE UNITED STATES OR THE STATE OF INDIANA AND INDIANAPOLIS AIRPORT AUTHORITY

INDIANAPOLIS, INDIANA

WHEREAS, the Administrator of the Federal Aviation Administration, the Transportation Security Administration, or the Indiana Department of Transportation for and on behalf of the United States or State of Indiana, will extend to the Indianapolis Airport Authority, Indianapolis, Indiana, formal Offers pursuant to Applications of the Indianapolis Airport Authority, Indianapolis, Indiana, relating to the development of the Indianapolis International Airport or other Authority owned facilities; and

WHEREAS, pursuant to and for the purposes of carrying out the provisions of Title 49 United States Code, it is necessary that said Grant Offers be duly and formally accepted by the Indianapolis Airport Authority, Indianapolis, Indiana, and

WHEREAS, such Offers and such acceptance thereof, duly executed together shall constitute the Grant Agreements between the Indianapolis Airport Authority, Indianapolis, Indiana, and the United States or the State of Indiana relating to said airport development projects;

NOW, THEREFORE, upon consideration of said Offers and all of the terms, provisions, conditions, and exhibits therein and thereto, BE IT, AND IT IS HEREBY

RESOLVED BY THE BOARD OF THE INDIANAPOLIS AIRPORT AUTHORITY, INDIANAPOLIS, INDIANA, AS FOLLOWS:

1. That the Executive Director of the Indianapolis International Airport, Indianapolis, Indiana, or his designee, is authorized to apply for airport development assistance and accept on behalf of the Indianapolis Airport Authority any and all Offers that may be extended to it on or before December 31, 2012 by the Administrator of the Federal Aviation Administration, the Transportation Security Administration, or the Indiana Department of Transportation for and on behalf of the United States or the State of Indiana to be duly executed in its name and for and on its behalf.
2. That Applications executed and submitted to the Federal Aviation Administration, the Transportation Security Administration, or the Indiana Department of Transportation by the Indianapolis Airport Authority, Indianapolis, Indiana, pursuant to this resolution relating to ALP and Other Projects including all the statements, representations, warranties, covenants and agreements contained therein, be and the same is hereby ratified and adopted.
3. That to accomplish the foregoing, the Executive Director, or his designee, be and is hereby authorized and directed to execute for and on behalf of the Indianapolis Airport Authority, Indianapolis, Indiana, the said Acceptance of all Offers, and that the Treasurer, or his representative, be and is hereby authorized and directed to attest said execution and to impress thereon the Official Seal of the Indianapolis Airport Authority, Indiana.

APPROVED this 25th day of May, 2012*

Michael W. Wells, President

Alfred R. Bennett, Secretary

*Signed under authority provided in IAA Board Resolution 10-2009.

CERTIFICATE

I, Alfred R. Bennett, the duly elected, qualified, and Secretary of the Indianapolis Airport Authority, Indianapolis, Indiana, do hereby certify that the foregoing and attached extract from the Minutes of the Meeting of the Board of the Indianapolis Airport Authority, Indianapolis, Indiana, held on May 25, 2012 is a true and correct copy of a Resolution duly adopted on said date and at said meeting; that said Resolution in the foregoing form was duly entered of record in the original Minutes of the Proceedings of the Board of the Indianapolis Airport Authority, Indianapolis, Indiana, and is now in full force and effect.

WITNESS my hand and the Official Seal of the Indianapolis Airport Authority the
25th day of May 2012.

(SEAL)

Alfred R. Bennett, Secretary



Board Memo – Public Auction

To: IAA Board of Directors

From: Marsha Stone, Chief Financial Officer

Date: April 23, 2012

Board Date: May 25, 2012

Subject: Public Auction of IMC & IAA Assets

Background

The IMC has previously held seven (7) public auctions. Items from past auctions have included Airfield/Building Maintenance equipment, vehicles, articles from the Terminal's Lost & Found, and aviation maintenance equipment. The items have exceeded their useful life and are in need of disposal. All IMC items are accounted for and sold separately from all other IAA auction items due to the IMC Bondholder Settlement Agreement. State law is specific on the disposal of these items; therefore, an auction is necessary.

In addition to State law, per the IMC Bondholder Settlement Agreement (Agreement), IAA has the right to determine the disposition of certain assets; which is in the long term interest of marketing the facility so long as the disposition is done in accordance with the Agreement. A requirement of the Agreement is to provide written notice to Bondholder Trustee and Escrow Trustee. This notification will be sent to the specific parties upon approval of Resolution No. 5-2012 by the Authority.

Scope

Airfield Maintenance will hold an auction in late June/early July 2012. Assets from the IMC such as building material salvaged from building modifications, GSE equipment and hangar/shop equipment will be included in the auction. The firm selected to hold the auction will partner with Airfield Maintenance and IMC Staff to assist in marketing efforts as well as assist in the set up of the event.

Once an auctioneer has been selected, the auction services contract will be forwarded to the Executive Director for execution, as the revenue will not exceed \$250,000.

Schedule

May 25, 2012: IAA Board execution of Resolution No. 5-2012

May 25 thru auction date: Staging, set up & marketing efforts in preparation of auction.

June/July: Conduct Auction

Revenue and/or Operating Cost Implications

Revenue:

Estimated revenues are unknown; however, the past seven (7) auctions have generated on average net proceeds of approximately \$54,000 for the IMC, less auctioneer's fee and expenses. All other IAA proceeds are estimated at \$60,000, less auctioneer's fee and expenses.

Operating Costs:

The only additional operating costs are the auction company's commission (10% typical), credit card fees (2% typical) and set up and marketing fees, all of which are deducted from the auction gross sales.

Supplier Diversity Participation

One auction company in the metro area is a certified Minority Business Enterprise and has been invited to interview and submit a proposal for providing this service.

Recommendation

Adoption of Resolution No. 5-2012 authorizing the sale of IAA and IMC inventoried items at the public auction.

RESOLUTION 5-2012

RESOLUTION OF THE
INDIANAPOLIS AIRPORT AUTHORITY
APPROVING AUCTION OF IMC ASSETS

WHEREAS, the Indianapolis Airport Authority (the "Authority") owns the Indianapolis Maintenance Center (the "IMC") at the Indianapolis International Airport (the "Airport") which was partially financed with the proceeds of Indianapolis Airport Authority Special Facility Revenue Bonds, Series 1995 (United Airlines, Inc.--Indianapolis Maintenance Center Project) (the "Bonds"); and

WHEREAS, since May 9, 2003, when United Airlines vacated the IMC and turned over possession of the IMC to the Authority, the Authority has been operating and maintaining the IMC in order to protect the IMC and maintain it in a leasable condition; and

WHEREAS, the Authority has worked diligently since 2003 to evaluate the best reuse of the IMC, evaluate the potential tenants that might be compatible with such reuse, evaluate the state of the market for the various facilities comprising the IMC, analyze the rental rates currently borne by those markets and conduct a thorough search for new tenants; and

WHEREAS, the Authority has found that no tenants have been interested in certain assets at the IMC and/or certain assets at the IMC are obsolete.

NOW, THEREFORE, BE IT RESOLVED BY THE INDIANAPOLIS AIRPORT AUTHORITY AS FOLLOWS:

1. The Authority hereby finds that the assets listed on the attached Exhibit "A" are excess and/or obsolete at the IMC and other Authority facilities and should be disposed of through public auction.
2. The Authority hereby finds that this asset disposition is in the long-term interest of marketing the remaining portions of the IMC and generating total Net Rentals from the IMC.
3. The Authority hereby determines to conduct the auction of assets as an Asset Account Disposition under the Settlement Agreement and to deposit all of the proceeds received from the auction of such IMC assets into the Asset Account held by M & I Wealth Management.
4. It is hereby found that the auction of certain assets, as presented to this meeting, complies with the essential and governmental purposes and provisions of the

Act and would be in the best interests of the Authority, the holders of the Bonds and the community of Indianapolis and Marion County.

5. The Authority hereby authorizes and directs the staff of the Authority to do all things necessary to carry out such sale on behalf of the Authority.
6. If any provision of this Resolution shall, for any reason, be held to be invalid or unenforceable, the invalidity or unenforceability thereof shall not affect any of the remaining provisions of this Resolution.
7. This Resolution shall take effect immediately upon passage.

Adopted this 25th day of May, 2012.

INDIANAPOLIS AIRPORT AUTHORITY*

By: _____
Michael W. Wells, President

Attest: _____
Alfred R. Bennett, Secretary

*Signed under authority provided in IAA Board Resolution 10-2009.

CERTIFICATE OF AUTHENTICITY

I, Alfred R. Bennett, Secretary of the Board of the Indianapolis Airport Authority, hereby certifies that the foregoing is a true and correct copy of Resolution 5-2012, adopted by the Board of the Indianapolis Airport Authority on the 25th day of May, 2012.

By: _____
Alfred R. Bennett, Secretary
INDIANAPOLIS AIRPORT AUTHORITY

EXHIBIT "A"

Exhibit A
IMC Auction Items

Each	Description
1	SERVER AND CABINET NATIONAL INSTRUMENT CHASIS
1	SEAL MASTER 620 BAG SEALER
1	HEATER PANEL ON STAND
1	MOBILE AIRCRAFT ACCESS STAND
1	DIFUSER PANELS
1	ROLL OF FELT 12 LINEAR FT
1	1995 SCISSOR LIFT - 20 FT
1	2000 MEC SCISSOR LIFT - 26 FT
1	TAYLOR-DUNN ELEC CART
1	TAYLOR-DUNN ELEC CART
1	TAYLOR-DUNN ELEC CART
1	TAYLOR-DUNN ELEC CART
1	FORKLIFT, CROWN
1	APU LIFT STAND
1	AERIAL LIFT (GENIE) 45 FT
1	UPS, OUTPUT 436VDC,110VDC
1	UPS, INUT 208 V3PH,OUTPUT 208V/120V
1	BATTERY 325 - 436 VDC
1	CONTAINMENT TANK 10 FOOT DIAMETER 3 FOOT TALL
1	METASYS CABINET WITH FOLLOWING COMPONENTS DCM 140, XRE101, NCM 200, XRE 101, DCM 140 SEA POWER
1	METSYS CABINET WITH FOLLOWING COMPONENTS, DCM 140, XBN101, 2 POWER SUPPLIES PWR101
1	METASYS MCM200
1	SOLA INDUSTRIAL UPS SDV 500
1	SPILL CONTROL PALLET
1	IC-0791-DINOL SPRAYER, SHELVING & CARPET CLEANER PARTS
1	18' CHAINSAW
1	TORO SNOW BLOWER
1	XEROX DOCUMENT CENTER 220PC
1	GATE OPERATOR
1	FALL ARREST CORD
1	TRAILER-EQUIP RESCUE
1	1993 CHEVY WT1500 TRUCK
1	32 FT LIFTBED TRUCK
1	BAGGAGE TUG
1	TAYLOR-DUNN ELEC CART
1	FORD CARGO VAN
1	36 VOLT FORK TRUCK BATTERY
1	HANGAR FUEL DISPENSING SKID
1	STAND WHEEL WELL A320
1	AIRCRAFT WORK PLATFORM (INNER WING DOCK)
1	767 WING DOCK
1	767 WING DOCK STAND WWDK-6B
1	AIRCRAFT WORK DOCK
1	H6A AIRCRAFT WORK STAND
1	H6A WORK DOCK (#2 ENG PYLON)
1	WORK DOCK (INNER WING DOCK)
1	NOSE (STA178) WORK STAND
1	STAND STABILIZER COMPT W/STAIRS

Exhibit A
IMC Auction Items

Each	Description
1	H6A AIRCRAFT WORK STAND (WING DOCK)
1	H6A AIRCRAFT WORK STAND (WING DOCK)
1	H7A 757 C-CK WORK STAND
1	FAN COWL STAND
1	EXHAUST NOZZLE SUPPORT-AIRBUS
1	HORZ STAB SLING (MODIFIED JT8D STAND)
1	ELECTRIC BLOWER (TANK VENTILATION)
1	FIXTURE-TR 737-291 W/BLEUE CART
1	EXHAUST NOZZLE SUPPORT-AIRBUS
1	CD SERVER TOWER
1	GAS GENERATOR
1	BACKPACK LEAF BLOWER
2	CROWN BRIDGE-ALUMINIUM
2	RUBBER FLOOR MATS
2	BROOM HEADS
2	BOOKSHELF-SMALL
2	WORKSTAND 6Wx12Lx4H
2	ROTATING FIXTURE STAND
2	CFM56 ENGINE FIXTURE RING
2	WORK BENCHES
2	TELEPHONE/FAX
2	HOT WATER PRESSURE WASHER
2	PODIUM
2	1.5 GAL GREASE DISPENSER HAND PUMP
2	POWER AMPLIFIERS (PA)
3	WHITE ISLE MARKERS (WORK AREA LOCATION POSTS)
3	WATER HEATERS
3	INLET COWL TABLE ON CASTERS
3	OVERHEAD PROJECTOR
3	BARREL/DRUM DOLLY
3	LUFKIN TAPE MEASURE
3	SHOP VAC
4	REFRIGERANT COMPRESSOR OFF LIEBERT UNIT
4	DRILL, ELEC & CORDLESS
4	APCO-MATIC
5	FLAT SCREEN / REGULAR TV'S
5	DUST VENT
6	MICROFICHE LENS
6	HOT WATER PUMP VFD CABINET
7	REFRIGERATOR / FREEZER
7	SHOP STOOLS, ON CASTERS
7	POWER AMPLIFIERS
8	COMPUTER KEYBOARDS
8	FUEL TANK ACCESS COVERS (VENT PLATES)
8	COMPUTER POWER CORDS / CABLES / ETC
8	GALLEY RACKS
11	COMPUTER CPU'S
11	SEAT CART W/CASTERS

Exhibit A
IMC Auction Items

Each	Description
11	SAW HORSE, NON-FOLDING
14	PORTABLE LIGHTING, VARIOUS SIZES
17	CARTS, PUSH / STORAGE / COMPUTER-TV
17	STORAGE CABINETS / CONTAINERS - VARIOUS SIZE
18	YELLOW/BLACK FLEXIBLE AIR HOSE, CONNECTING DUCT
20	COMPUTER MONITORS
20	TABLES / TABLE TOPS, VARIOUS SIZE
20	SHADOW BOARD RACKS
24	CHAIRS, VARIOUS
24	LADDERS, VARIOUS SIZE
26	COMPUTER MOUSE
27	FILEING CABINET - VARIOUS SIZE
34	DESK / CUBICLE / CUBICLE COMPONENTS
35	PRINTERS, VARIOUS
35	ELECTRICAL COMPONENTS / WIRING / CONDUIT / I-BOX'S / CABINETS / ETC
42	PLASTIC BREAKROOM CHAIRS
44	STORAGE UNITS FOR SMALL PORTABLE TOOL BOXES (STEEL)
45	55GAL TRASH CAN
51	HI-BACK SHOP CHAIR, ADJ
59	VARIOUS SHELVING / SHELVING PARTS
88	MISC DOCK RAILING, POSTS, STAIRS
657	VARIOUS A-FRAMES / BINS FOR PARTS STORAGE (PLASTIC & STEEL)
1500+	HIGH BAY LIGHT FIXTURES (W/BULBS)
1500	HIGH BAY BALLASTS & IGNITERS
1 box	PC OFFICE WINDOW/ GLASS (44" X 36" X 1/4") 44 PIECES
1 box	PC OFFICE WINDOW/ GLASS (44" X 36" X 1/4") 45 PIECES
1 CART	MISC VACUUM HOSES
1 CART	CARPET CLEANER
1 pallet	2 VACUUM NOZZLE W/HOSES
1 pallet	Wheel Cover Box (Empty)
1 pallet	2 EA VACUUM PUMPS
1 pallet	DRINKING FOUNTAIN W/ACCESSORIES
1 pallet	TABLE SAW FRAME
1 pallet	14 EA 4FT FLOURESCENT TASK LIGHT ASSY'S
10 Pallets	DATA CENTER FLOORING
15 Pallets	HAND HELD FIRE EXTINGUISHERS, PURPLE K, HALON, H2O
25 Pallets	SCRAP METAL
6 Pallets	FACILITY AIR HANDLING DUCT WORK AND EXHAUST DUCTING

EXHIBIT A
Other IAA Auction Items (Vehicles)

Equipment No.	Description
GR01-TRUK-AUCT-1789	1990;FORD;F-250;APM;DIESEL
GR01-TRUK-AUCT-0611	1992;GMC;BRIGADIER;SINGLE;DUMP;APM;DIESEL
GR01-TRUK-AUCT-0632	1992;SUV;CHEVROLET;SUBURBAN;APM;GARAGE MAINTENANCE
GR01-TRUK-AUCT-0839	1993;SUV;CHEVROLET;CHEVENNE;1500;4X4;ENGINEERING
GR01-TRUK-AUCT-0756	1994;GMC;SIERRA;APM;DIESEL
GR01-TRUK-AUCT-0665	1995;FORD;L9000;TANDEM;SEMI;APM;DIESEL
GR01-TRUK-AUCT-0755	1997;FORD;F-250;4X4;APM
GR01-TRUK-AUCT-0005	1997;SUV;OLDSMOBILE;BRAVADA;AIRPORT SECURITY
GR01-TRUK-AUCT-0014	1998;SUV;CHEVROLET;TAHOE;JT
GR01-TRUK-AUCT-0995	1999;FREIGHTLINER;FIRE;DIESEL
GR01-0VAN-AUCT-0902	2000;FORD;VAN;PASSENGER;PARKING
GR01-TRUK-AUCT-0020	2000;SUV;FORD;EXPLORER;PSO
GR01-TRUK-AUCT-0608	2000;VOLVO;TANDEM;DUMP;APM;DIESEL
GR01-TRUK-AUCT-0629	2001;KME;BROOM TRUCK;APM;DIESEL;AUCTION
GR01-0CAR-AUCT-0028	2003;CAR;FORD;CROWN VICTORIA;POLICE
GR01-TRUK-AUCT-0013	2003;SUV;FORD;EXPEDITION XLT;4X4;POLICE;K9-13
GR01-AUCT-TKMT-0953	2004 WESTERN ICE BREAKER 8 ' HOPPER SPREADER;PARK
GR01-0BUS-AUCT-0917	2005;ELDORADO;SHUTTLE;PARKING;NAT GAS
GR01-SPRD-AUCT-0953	2006 WESTERN ICE BREAKER 8 ' HOPPER SPREADER
GR01-SPRD-AUCT-0951	2006 WESTERN ICE BREAKER 8 ' HOPPER SPREADER;PARK
GR01-0BUS-AUCT-0921	2006;WORKHORSE/GLAVAL;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0922	2006;WORKHORSE/GLAVAL;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0923	2006;WORKHORSE/GLAVAL;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0924	2006;WORKHORSE/GLAVAL;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0925	2006;WORKHORSE/GLAVAL;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0926	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0927	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0928	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0930	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0931	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0BUS-AUCT-0929	2006;WORKHORSE/STARTTRANS;SHUTTLE;PARKING;DIESEL
GR01-0CAR-AUCT-0033	2007;CAR;FORD;CROWN VICTORIA;POLICE
GR01-TRLR-AUCT-0683	GAR LOWBOY TRAILER

EXHIBIT A
Other IAA Auction Items (non-vehicle)

Auction items on IAB Ramp

4 hydraulic vehicle barriers with 4 control boxes and 2 piles of black cover plates

Auction Items at Building 2 Sand Shed

- 1 orange windsock pole
- 1 mobile aircraft GPU abandoned by airlines
- 1 air conditioning unit on pallets
- 1 metal cargo container
- 1 broom head for the KME broom

Auction Items at Building 2 East End of Center Shed

- 1 Warren chemical spreader (608)
- 1 bucket and boom lift from truck 751
- 3 large snow plows (604, 664, 640)
- 1 small snow plow yellow (646)
- 2 metal cylinders black

Auction Items at Building 2 South Shed (outside)

- 1 snow plow yellow has no # has white "x"
- 2 snow plows (953, 951)
- 1 small snow plow no # next to yellow one listed above
- 1 pallet of black pipe
- 1 old dirt box next to black pipe

Auction Items at Building 2 South Shed (inside)

- 1 blue jack with cart on pallet
- 1 hose reel with pump on pallet
- 1 yellow broom core
- 1 "red western" spreader
- 1 yellow spreader next to "red western" spreader

EXHIBIT A
Other IAA Auction Items (non-vehicle)

- 1 beige cabinet on pallet
- 4 papl lights and control box -- orange
- 1 old airfield sign
- 2 pallets of sign panels
- 3 boxes of misc vehicle lights and parts
- 1 red fan/blower on pallet
- 1 wooden box on pallet full of misc metal junk
- 1 paint tote full of misc metal junk
- 1 charcoal grill
- 1 pallet of old spreader grates
- 10 bollard sleeves on shelf
- 2 barrels of assorted pipe fittings
- 1 pallet of motors on top of red shelf

Auction Items at Building 2 Stockroom (Inventory)

- 1 pallet miscellaneous electrical parts and supplies
- 1 pallet miscellaneous mower parts and supplies
- 1 pallet miscellaneous batteries
- 2 pallets miscellaneous auto parts and supplies
- 2 pallets miscellaneous filters

Auction Items at Building 2 Old Stockroom Loft

- 1 UPS on pallet
- 1 pallet with pump parts
- 1 yellow Pro Air jack
- 1 pallets miscellaneous auto parts and supplies
- 1 wheel chair lift
- 1 pallet cassette broom bristles
- 1 pallet miscellaneous batteries and radios

EXHIBIT A
Other IAA Auction Items (non-vehicle)

- 1 pallet miscellaneous items
- 1 A/C unit
- 3 vehicle seats (not the 2 full length bench seats)
- 1 truck tool box
- 1 pallet miscellaneous computer items
- 1 pallet miscellaneous 2 natural gas cylinders
- 1 bio diesel smoke kit
- 1 weed eater
- 1 leaf blower
- 1 pallet miscellaneous with electrical box and motor
- 1 pallet miscellaneous mower parts and supplies

Auction items stored at old Raytheon Hangar

- 1 Ingersol Rand air compressor grey in color (smaller of the two by door)
- 5 pallets cardboard boxes full of clothes
- 1 guard shack white in color
- Several tubs and pallets of suitcases
- 1 drill press on pallet
- 8 black stanchions
- 4 silver stanchions
- 1 roll around rack brown in color
- 6 pedestals silver in color
- 52 pallets of office cubicle parts
- 26 pallets of IT equipment
- 16 pallets of bookcase and cabinets
- Border's book store sign parts
- 10 old wooden tables
- 2 paint shakers

EXHIBIT A
Other IAA Auction Items (non-vehicle)

- 1 roll around cart with yellow bins
- 5 console racks grey in color
- 1 large silver tv
- 1 pallet of desk tops
- 1 wooden box filled with telephones and microwave
- 2 large silver trunks
- 1 xray machine
- 1 walk through metal detector
- 23 tv wall mounts
- 1 cardboard box with grey metal cabinet inside
- 1 roll around blue trunk
- 1 set of 3 concourse chairs
- 18 desks wood and metal
- 1 pallet with TV and overhead desk cabinets
- 1 pallet with table and stand
- 1 pallet of bulletin boards
- 2 vacuum sweepers
- 1 pallet of pipes and valves
- 1 large metal cabinet grey in color
- 1 gas grill
- 3 pieces of radio equipment from station 2
- 5 paper towel dispensers
- 1 red Band Stand a go- go booth red in color
- 1 wooden work bench
- 1 small refrigerator
- Assorted fence parts (not all?)

EXHIBIT A
Other IAA Auction Items (non-vehicle)

Items from Parking for the auction

- 1 bookcase located in the PARCS building Marty's office
- 1 2 pocket currency counter located in the PARCS supply office
- 2 1 pocket currency counters located in the PARCS supply room
- 1 space heater located in the PARCS supply room
- 1 office chair located in the IT room in the PARCS building
- 1 John Deere gator located in the north speed ramp
- 2 microwave ovens located in the north speed ramp

Items from Lost & Found (To Date)

- Brooks Brother ties
- Geisha doll
- Racquet ball rackets
- Sony reader
- Cannon Camera
- IPods
- Nikon camera
- Sony camera
- Fuji camera
- Various headsets – Bose, Koss, etc.
- HP laptop
- Gateway laptop
- Various phones

IAA Board Meeting
Consent Calendar Agenda
May 25, 2012

Consider for approval:

A) Capital

BP2012-05-1
Plans and Specifications for Bid Package # I-12-050 – Purchase of New Hydraulic Atrium Lift, as prepared by IAA staff, and authorize the public bidding process.

BP2012-05-2
Plans and Specifications for Bid Package # I-12-020 – Reconstruction of Building #122, as prepared by CE Solutions Engineering, and authorize the public bidding process.

BP2012-05-3
Plans and Specifications for Bid Package # I-12-010 – Deicing Control Facilities Improvements, as prepared by Infrastructure Engineering, Inc., and authorize the public bidding process.

BP2012-05-4
Plans and Specifications for Bid Package # I-12-018 – Rehabilitate Airport Roads, as prepared by Durham Engineering, Inc., and authorize the public bidding process.

BP2012-05-5
Plans and Specifications for Bid Package # I-12-024 – Replacement of Passenger Boarding Bridges (PBB) Flooring, as prepared by R.W. Armstrong & Associates, Inc., and authorize the public bidding process.

BP2012-05-6
Plans and Specifications for Bid Package # M-12-032 – Rehabilitate T-Hangar Taxilanes Phase I – Metropolitan, as prepared by Woolpert, Inc. and authorize the public bidding process.

BP2012-05-7
An award of contract for Project # I-10-006A - Firehouse #2 Generator Replacement to ERMCO, Inc. in an amount not-to-exceed \$352,720 plus a 3% construction reserve of \$10,582 for a total of \$363,302. ERMCO, Inc. was the lowest responsive and responsible bidder. DBE 17.6% (Advanced Technologies in Electrical and Communications, Inc. (ATEC)), MBE 17.6% (Advanced Technologies in Electrical and Communications, Inc. (ATEC)) and WBE 4.9% (Design Performance, Inc.)

BP2012-05-8
The issuance of a purchase order to Indy Truck Sales for a Heavy Duty Wrecker Truck Purchase, Project # I-12-016, in a not-to-exceed amount of \$427,630 and increase the 2012 budget from \$400,000 to \$427,630 (the net budget increase is \$2,630 due to trade-in allowance of \$25,000). Indy Truck Sales was the lowest responsive and responsible bidder. MBE 0% and WBE 0%

IAA Board Meeting
Consent Calendar Agenda
May 25, 2012

B) Real Estate

BP2012-05-9 The purchase of Ronald D. Messmer's property as shown on the attached schedule.

BP2012-05-10 The purchase of Thomas and Edna Stuart's property as shown on the attached schedule.

C) General Business

BP2012-05-11 The delegation of authority to IAA's Executive Director to sign regulatory documents (such as the Interconnection Agreement) necessary and appropriate for solar farm project on IAA land, with the understanding that execution of said documents will be promptly reported to IAA Board via the Delegated Authority Schedule. Further, this delegation is specifically limited to regulatory documents, and it does not include, in any way, the Land Lease between IAA and ET Energy, which shall be submitted to IAA Board for its review and approval when it's in final form for consideration.



Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 13, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # I-12-050, Purchase of New Hydraulic Atrium Lift, and Authorize the Public Bidding Process

Background

The Maintenance Department's existing 90 foot hydraulic lift was purchased just prior to the opening of the new terminal based on a recommendation from the Midfield design team and was among the most versatile at that time. However, the Operations and Maintenance team has found that the existing lift has several limitations which prevent access to multiple areas of the terminal, restricting their ability to perform both routine maintenance activities as well as unexpected urgent repairs.

Indianapolis Airport Authority (IAA) staff have researched new developments in lift technology and identified a new generation of articulating boom atrium lifts, not available at the time the terminal was constructed. Specifically, the IAA Operations and Maintenance staff have evaluated a 102 foot articulating boom atrium lift on site and found that its functionality far exceeds that of the existing lift.

Additionally, two (2) options are under evaluation regarding the existing lift: 1) retain and use as a spare, and 2) utilize as a trade-in against the new equipment. The bid package will include an alternate to identify potential market value of the existing lift as a trade-in unit.

This project was approved for public bidding only by the Executive Management Team on March 22, 2012. The Team requested that the results from the public bidding be brought back for additional consideration and determination of next steps.

Scope

The purchase of one (1) 102 foot articulating boom hydraulic atrium lift.

Budget

Total equipment package is estimated to be between \$250,000 and \$500,000. The range is established per FAA guidance.

The funding for this project is not within the approved cash flow for the 2012 Capital Improvement Program. If favorable bids are received, IAA staff will need to identify a source of funding.

This project does not have an internal rate of return and is thus below the hurdle rate policy threshold of 12.50%. However, this project is being undertaken primarily as a safety and customer service initiative. Currently, the IAA does not own a piece of equipment that has the functionality of the new hydraulic lift which will allow the IAA to (1) perform unexpected urgent repairs that would currently require the rental of hard-to-procure equipment and (2) perform maintenance functions that would currently require either the rental of hard-to-procure equipment or the hiring of a third party to perform the work.

Schedule

The schedule will be established subject to coordination with Senior Staff.

Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
MBE 18% and WBE 5%

Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # 1-12-050 – Purchase of New Hydraulic Atrium Lift, as prepared by IAA staff, and authorize the public bidding process.



Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 5, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # I-12-020 – Reconstruction of Building #122, and Authorize the Public Bidding Process

Background

On November 7, 2010, a three-alarm fire broke out in the Comlux Completion USA Hangar #5 (IAA Building #122). The fire was contained to the southeast corner of the building, damaging a two-story office component and some of the open hangar bay. There is smoke, water and firefighting damage throughout the building. Fire source and origin are still under review, but the facility has been released by the IAA's insurance carrier for reconstruction. The Indianapolis Airport Authority (IAA) owns the facility which is leased to Signature Flight Support who sub-leased it to Comlux Completion USA.

Since the fire, IAA has had ongoing coordination with the insurance company to present IAA's claim and come to an agreement on the reconstruction scope including the extent of code upgrades required by the State to be covered by IAA's insurance. After the State Fire Marshal and Commissioner's Office February 2012 variance hearing, the final project scope was established allowing for design of the reconstruction and code upgrades to be completed.

This project was approved for implementation by the Executive Management Team on August 22, 2011.

Scope

The scope of work provides for reconstruction of the hangar to include: complete removal of old electrical system, up-to-date energy efficient electrical system to be installed, three (3) new heating, ventilating and air conditioning (HVAC) units, new fire suppression system, repair to roofing structural system, new hangar floor drainage system, and building envelope due to fire and smoke damage.

Budget

Total construction package is estimated between \$5,000,000 and \$10,000,000. The range is established per FAA guidance.

This project is being undertaken to repair an existing facility due to fire that has caused the facility to be unusable. After satisfying the \$100,000 deductible, insurance proceeds will be used to cover the remaining cost of the reconstruction. As a result of the health and safety issues related to the fire damaged facility, this project is exempt under the Authority's hurdle rate policy and has not been subjected to an internal rate of return calculation.

Schedule

Advertisement of Opportunity to Bid: May 29, 2012 and June 5, 2012

Pre-Bid Meeting: June 13, 2012 10:30 am Building 60, Conference Room 1

Bid Opening: June 28, 2012 10:30 am Building 60, Conference Room 1

Est. Bid Award: July 20, 2012

Contract award anticipated July 2012 and substantial completion date is expected to be March 2013.

Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
MBE 20% and WBE 10%

Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # 1-12-020 – Reconstruction of Building #122, as prepared by CE Solutions Engineering, and authorize the public bidding process.



Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 6, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # 1-12-010 - Deicing Control Facilities Improvements, and Authorize the Public Bidding Process

Background

This project is part of the on-going Deicing Control Facilities Improvements to maintain stormwater and deicing control facilities in good working order as required by the Indianapolis Airport Authority's (IAA) National Pollution Discharge Elimination System (NPDES) permit. It consists of two (2) main components, replacement of the liner on the contaminated side of Seerley Creek Basin and replacement of the aerators as shown on attached exhibit. There will also be associated repairs to maximize the life of the new liner and the three (3) new aerators. With routine maintenance, the anticipated useful life of the new liner is 10-12 years, and life expectancy of the new aerators is 10 years.

Seerley Creek Basin is a critical component in IND's stormwater/deicing control system, receiving stormwater/deicing fluids from the terminal and cargo aprons during winter/deicing season. The Seerley Creek Basin is divided into cells: contaminated, clean and supplemental. The contaminated basin liner was constructed in the late 1990s. Life expectancy is a minimum of ten (10) years with additional usage dependent on use and maintenance.

The Seerley Creek clean and supplemental basins had replacement liners installed in 2008. The liner in the contaminated side of Seerley Creek Basin was originally scheduled to be replaced in 2009, but has been deferred to 2012 to maximize its useful life. Operational funds are being used for maintenance of the existing liner. At this point, the liner cannot be effectively repaired and will be replaced to ensure compliance with the NPDES permit requirement for proper operation and maintenance. In addition, the three (3) aerators constructed with the original basin in the 1990s have exceeded their life expectancy and will be replaced.

This project was approved for implementation by the Executive Management Team on November 17, 2011.

Scope

The scope for this project provides for the replacement of Seerley Creek contaminated liner, replacement of three (3) aerators, and associated repairs and improvements to maximize the life of the liner and aerators. One (1) alternate of sluice gate installation that further protects the liner and improves operating efficiency will also be bid. The alternate will only be included in the project if favorable bids are received allowing for its accomplishment within the construction budget.

Budget

Total construction package is estimated between \$1,000,000 and \$5,000,000. The range is established per FAA guidance.

This project is anticipated to be 100% Airport cash funds. The IAA is working with the Federal Aviation Administration (FAA) on possible federal funding for up to 75% of the eligible project costs.

This project is being undertaken to repair existing infrastructure to keep it in efficient operating condition to meet regulatory requirements. Therefore, this project is exempt under the Authority's hurdle rate policy and has not been subjected to an internal rate of return calculation.

Schedule

Advertisement of Opportunity to Bid: May 29, 2012 and June 5, 2012

Pre-Bid Meeting: June 7, 2012 2:30 pm Building 60, Conference Room 1

Bid Opening: June 28, 2012 10:00 am Building 60, Conference Room 1

Est. Bid Award: July 20, 2012

Contract award anticipated July 2012 and substantial completion date is expected to be November 2012.

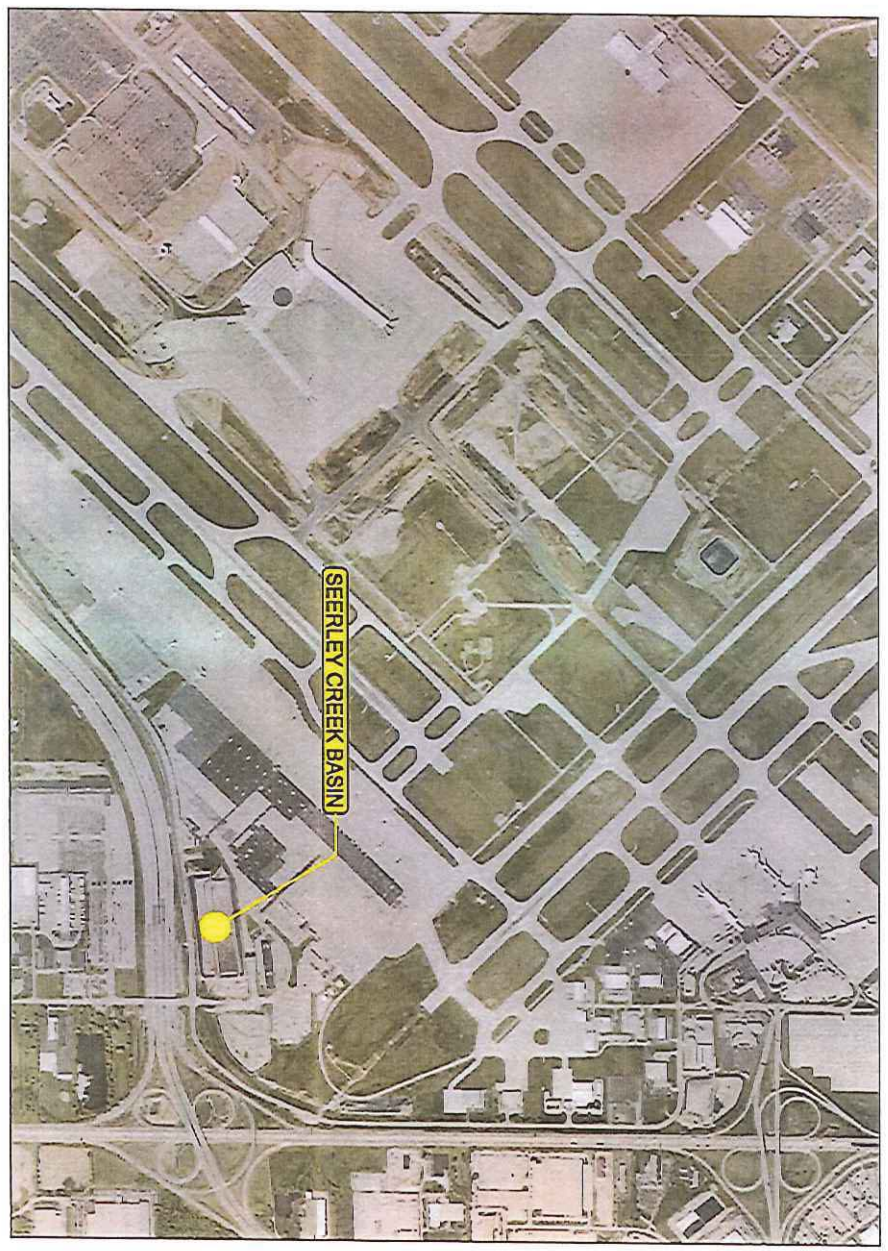
Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
DBE 5%, MBE 7%, and WBE 5%

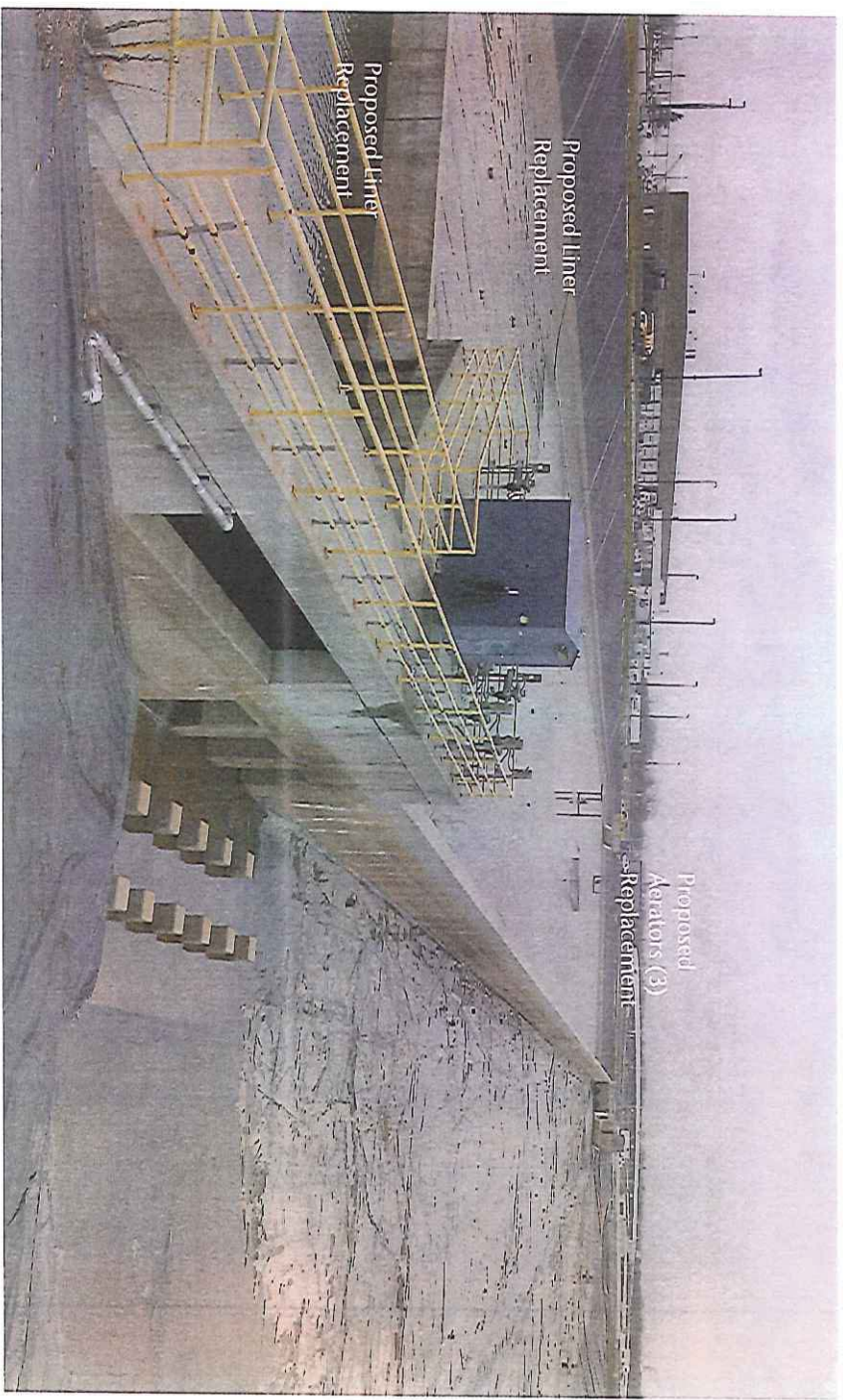
Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # I-12-010 – Deicing Control Facilities Improvements, as prepared by Infrastructure Engineering, Inc., and authorize the public bidding process.

Location Map



Proposed Work





Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: March 12, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # I-12-018 –
Rehabilitate Airport Roads, and Authorize the Public Bidding Process

Background

The Indianapolis Airport Authority (IAA) owns approximately 23 miles of non-airfield roadways. More than 50% were constructed before 1990. During 2011, a pavement evaluation and management plan was prepared for the IAA to use as a tool to effectively cost manage the roadway pavements over the coming years. The pavement management plan identified three (3) priority segments for rehabilitation in 2012 based on existing road conditions, subsurface conditions, and role in system for tenant and emergency access.

To more economically design and construct these three (3) segments, the construction dollars from the 2011 and 2012 Rehabilitate Roadway projects are being combined into one (1) bid package for 2012. The funding for this project is within the approved budget for the 2011 and 2012 Capital Improvement Program. The 2011 funding was carried forward to 2012.

This project was approved for implementation by the Executive Management Team on November 17, 2011.

Scope

The scope of work (see attached Exhibit 1) includes rehabilitation of:

- Pierson Drive between High School Road and Gridley Street;
- Portion of South High School Road from Cargo Drive east to curve;
- Portion of West Perimeter Road; and
- Localized rehabilitation of adjacent segments on West Perimeter Road;
- Paving of emergency connector between South Service Road and Weir Cook Memorial Drive.

Rehabilitation will include improvement of roadway drainage systems, full rehabilitation where required due to base failure, mill and overlay, and crack repair and sealing.

Localized rehabilitation of adjacent segments, especially where it will assist in drainage/water infiltration corrections, will extend pavement life by 5 to 10 years by reducing water infiltration.

Budget

Total construction package is estimated between \$1,000,000 and \$5,000,000. The range is established per FAA guidance.

Funding for this project is anticipated to be 100% Airport cash funding.

This project is being undertaken to repair existing infrastructure that is integral to the operation of the airport. A study of the roads condition by a consultant has indicated that repairing, instead of refurbishing, the roads that are part of this project will not extend the asset life, and that delaying refurbishment will result in the refurbishment cost more than doubling within three years. As a result, this project has not been subjected to an internal rate of return calculation.

Schedule

Advertisement of Opportunity to Bid: May 29, 2012 and June 5, 2012

Pre-Bid Meeting: June 7, 2012 3:30 pm Building 60, Conference Room 1

Bid Opening: June 28, 2012 9:00 am Building 60, Conference Room 1

Est. Bid Award: July 20, 2012

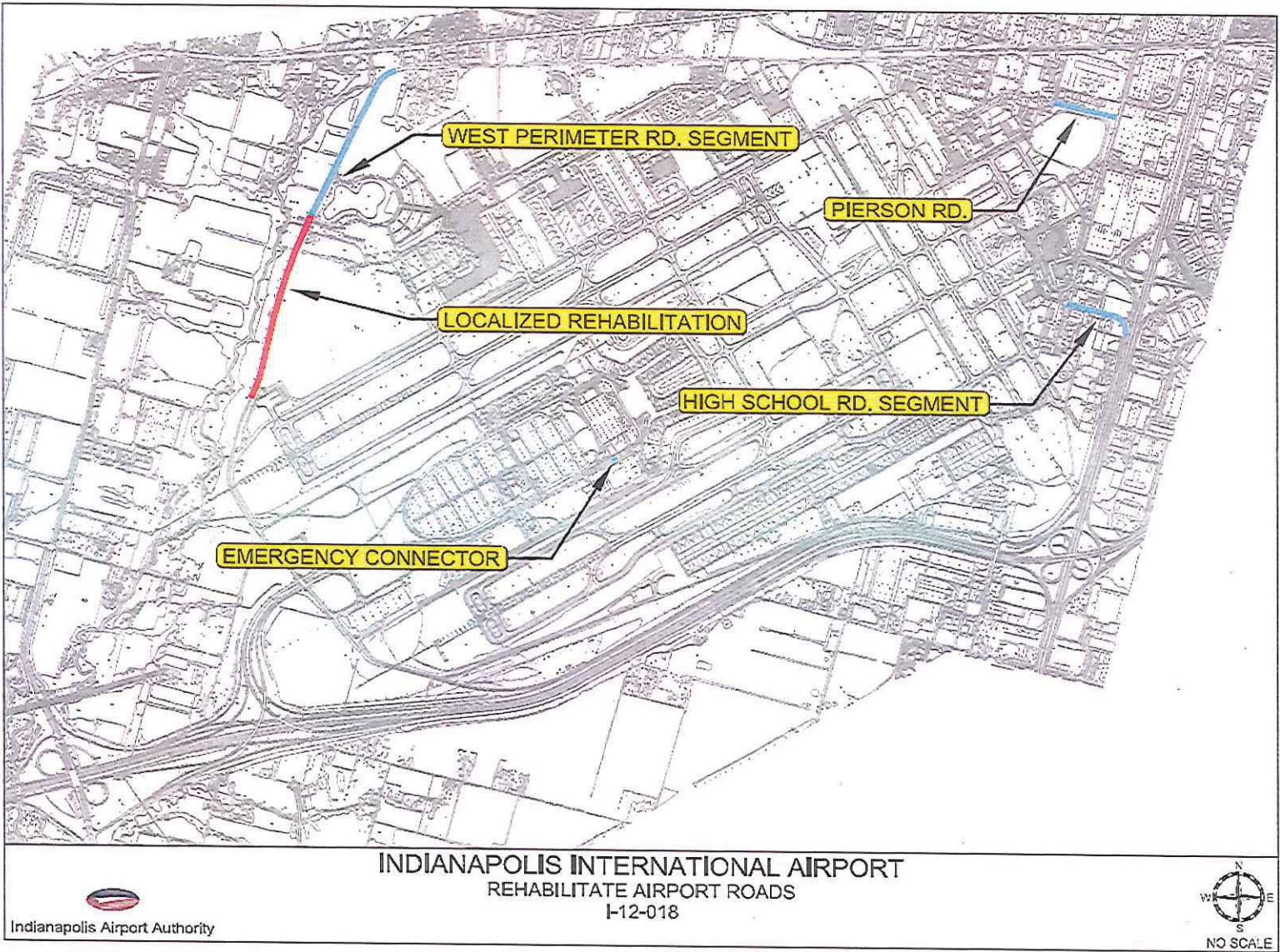
Contract award anticipated July 2012 and the substantial completion date is expected to be December 2012.

Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
MBE 18% and WBE 5%

Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # I-12-018 – Rehabilitate Airport Roads, as prepared by Durham Engineering, Inc., and authorize the public bidding process.





Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 5, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # I-12-024 – Replacement of Passenger Boarding Bridges (PBB) Flooring, and Authorize the Public Bidding Process

Background

The Indianapolis International Airport has forty (40) passenger boarding bridges (PBB) at the Weir Cook Memorial Terminal. Twenty-four (24) of these PBB are leased gates and used on a regular basis. The PBB were installed as part of the midfield project through the public bidding process.

The PBB floors are covered with carpet that was installed directly to the sub-surface floor. Being installed directly to the sub-surface floor opens the carpet to the harsh temperature extremes of the ramp, freezing adhesive and carpet during the winter and overheating adhesive during the summer. This has led to the carpet not being able to be properly cleaned during freezing temperatures resulting in fraying and staining. Also, the airline employees use the PBB as access to the ramp, tracking in dirt and chemicals increasing the need to clean the carpet. This project is to replace the existing carpet on the PBB floor with an easier to maintain material.

This project was approved for implementation by the Executive Management Team on March 22, 2012.

Scope

The scope of work provides for replacement of passenger boarding bridges floor covering on twenty-four (24) PBB.

Budget

Total construction package is estimated between \$100,000 and \$250,000. The range is established per FAA guidance.

The project is being funded with 100% Airport cash funds and is within the approved cash flow for the 2012 Capital Improvement Program.

The internal rate of return for this project is 4.62% which is below the hurdle rate policy threshold of 12.50%. However, this project is being undertaken primarily as a customer service initiative at the request of the Authority's airline partners and is expected to provide a better airport experience for passengers using the boarding bridges.

Schedule

Advertisement of Opportunity to Bid:	May 29, 2012 and June 5, 2012
Pre-Bid Meeting:	June 13, 2012 1:30 pm Building 60, Conference Room 1
Bid Opening:	June 28, 2012 11:00 am Building 60, Conference Room 1
Est. Bid Award:	July 20, 2012

Contract award anticipated July 2012 and substantial completion date is expected to be December 2012.

Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
MBE 18% and WBE 8%

Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # 1-12-024 – Replacement of Passenger Boarding Bridges (PBB) Flooring, as prepared by R.W. Armstrong & Associates, Inc., and authorize the public bidding process.



Board Memo – Plans & Specifications Approval

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 12, 2012

Board Date: May 25, 2012

Subject: Approval of Plans and Specifications for Bid Package # M-12-032 – Rehabilitate T-hangar Taxilanes Phase I - Metropolitan, and Authorize the Public Bidding Process

Background

The T-hangar taxilanes provide access to the T-hangars and connect the T-hangars to the taxiway for access to the airfield at Metropolitan Airport. The T-hangars are a revenue producing asset for the Indianapolis Airport Authority (IAA). The taxilanes were originally constructed utilizing asphalt material in the early 1990's with a life expectancy of 15 to 20 years. The T-hangar taxilanes are at the end of their expected life. To maintain the T-hangar taxilanes in efficient operating condition, rehabilitation is required.

This project was approved for implementation by the Executive Management Team on January 26, 2010. Design was completed for the project but construction was put on hold due to unavailability of federal grant funding at the time. This project has been programmed for Federal Aviation Administration (FAA) grant funding for 2012. The project was reapproved for implementation by the Senior Staff on April 23, 2012.

Scope

The scope of work for this project provides for the rehabilitation of existing asphalt pavement for southern T-hangar taxilanes (400 Series) at Indianapolis Metropolitan Airport (see attached exhibit). It includes asphalt milling, asphalt crack repair, asphalt paving, and pavement marking.

Four (4) of the six (6) 400 Series taxilanes will be the base bid. The other two (2) will each be bid as a separate bid alternate. Bidding a portion of the project as alternates will allow the IAA to best align the construction with available grant funds to maximize the grant funding.

Budget

Total construction package is estimated between \$250,000 and \$500,000. The range is established per FAA guidance.

The project is programmed by the FAA for federal grant funding in 2012 and the IAA is working with the FAA to obtain grant funding approval. The funding for this project is projected to include 90% Airport Improvement Program (AIP) grant funding and up to 10% Airport cash funding and is within the approved cash flow for the 2012 Capital Improvement Program. The IAA will also be applying for a state grant from Indiana Department of Transportation (INDOT). When there is sufficient monies in the state budget, INDOT provides a grant of up to 2.5% of the funding, potentially reducing the Airport cash funding to as low as 7.5% of the project.

This project is being undertaken to repair existing infrastructure that is integral to the continued operation of the airport. As the project will receive 90% federal grant funding, this project is exempt under the Authority's hurdle rate policy and has not been subjected to an internal rate of return calculation.

Schedule

Advertisement of Opportunity to Bid: May 29, 2012 and June 5, 2012

Pre-Bid Meeting: June 12, 2012 10:30 am Building 60, Conference Room 1

Bid Opening: June 28, 2012 9:30 am Building 60, Conference Room 1

Est. Bid Award: July 2012

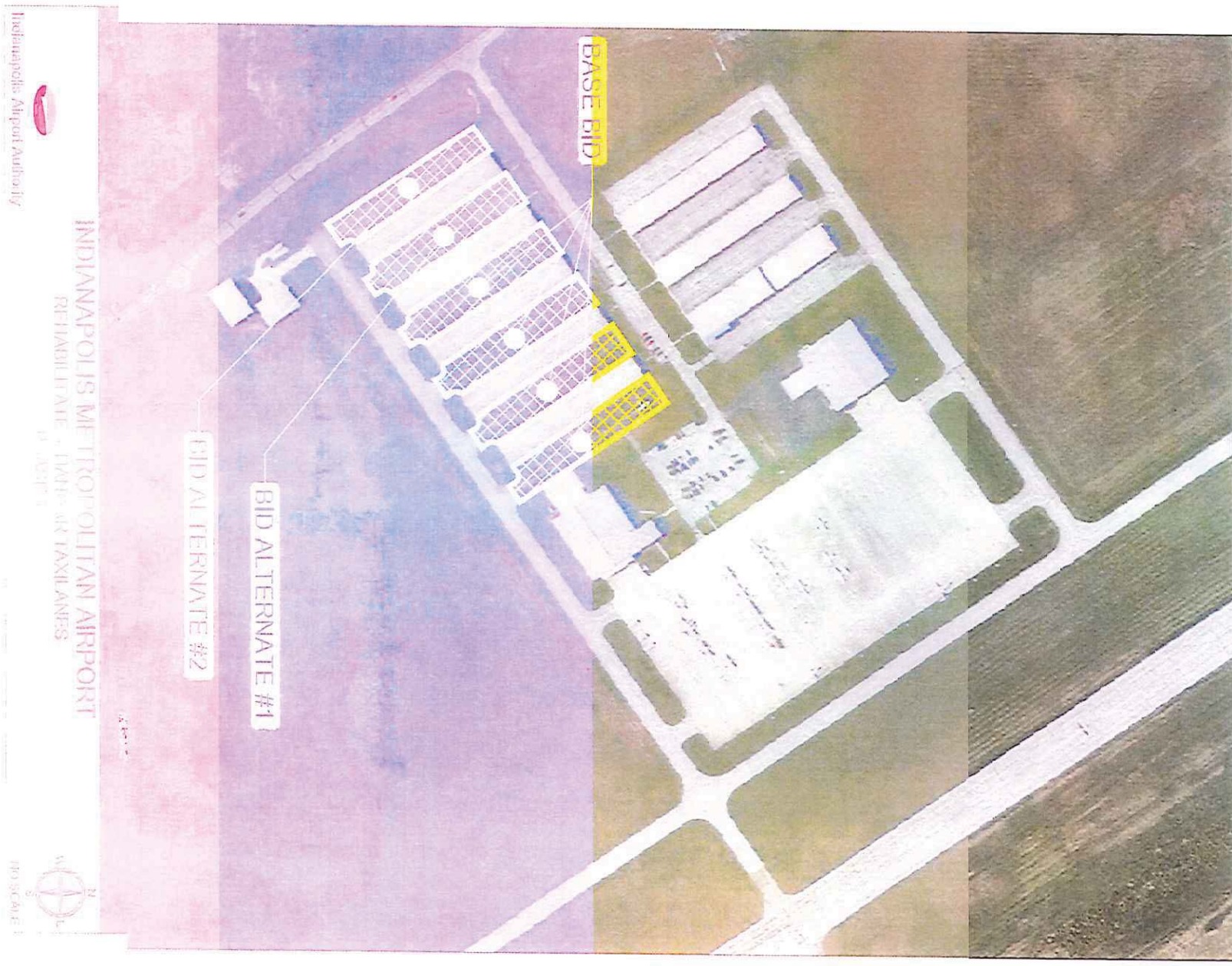
Contract award anticipated July 2012 and the substantial completion date is expected to be November 2012.

Supplier Diversity Participation

The Director of Supplier Diversity established the following participation goals:
DBE 12%, MBE 9%, and WBE 5%

Recommendation

The IAA staff has reviewed the bid documents and recommends that the Board consider for approval Plans and Specifications for Bid Package # M-12-032 – Rehabilitate T-Hangar Taxilanes Phase I – Metropolitan, as prepared by Woolpert, Inc. and authorize the public bidding process.





Board Memo – Bid Award

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 13, 2012

Board Date: May 25, 2012

Subject: Award of Bid Package No. I-10-006A - Firehouse #2 Generator Replacement to ERMCO, Inc.

Background

The Indianapolis International Airport is served by two (2) firehouses to meet the Federal Aviation Administration (FAA) response times to the runway environment. Their locations are shown on the attachment. Firehouse #1, located on North Service Road, was constructed in 2007 as part of the midfield terminal development program. Firehouse #2 was constructed in 1973 and is located on the airfield southeast of the terminal. Firehouse #2 will continue to be used as a firehouse for the foreseeable future. A phased improvement program was initiated in 2010 for Firehouse #2. The initial phase completed in early 2011 replaced the roof and Heating, Ventilation and Air Conditioning (HVAC) condenser/compressors and improved Foxtrot Lane, the access road for Firehouse #2 to the airfield. This project will complete the improvements with the replacement of the existing standby engine generator, which is now at the end of its useful life. The current FAA requirements require complete back-up of Firehouse #2, so the new generator will be larger than the existing generator that only provides partial back-up of Firehouse #2.

The overall project was approved for implementation by the Executive Management Team on December 8, 2009, and has been implemented in phases. The Senior Staff approved a budget increase on April 23, 2012 to allow for a larger generator for complete back-up of Firehouse#2 to meet FAA requirements to allow the project to receive grant funding.

On February 17, 2012, the Board approved plans and specifications for Project # I-10-006A – Firehouse # 2 Generator Replacement and authorized the public bidding process.

On March 22, 2012, the IAA staff received three (3) bids ranging from \$344,720 to \$386,500. ERMCO, Inc. was the lowest responsive and responsible bidder in the amount of \$344,720.

One additional requirement to receive FAA funding for the generator is a 72 hour fuel supply. To provide this fuel, the day tank on the generator will be increased to a 72 hour tank for the cost of \$8,000, increasing the contract amount to \$352,720.

In addition to the contract amount, IAA is requesting a construction reserve of 3% of the total contract amount for this project. A construction reserve of 3% has been previously approved by the Board and successfully implemented for the Capital Improvement Program to ensure timely approval of minor changes necessary due to unforeseen conditions and circumstances. The increased revised budget includes sufficient dollars to accommodate the funding of the 3% contingency for construction reserve. Any change orders exceeding the contract and construction reserve will be submitted to the Board for approval.

Scope

The scope of work provides for removal of the generator located inside the building and installation of a new standby engine generator located outside the building to provide backup power in the event of a power outage. The power provided by the new generator will meet the Federal Aviation Administration requirements for standby power.

Budget

Initially, the project for replacement of the existing generator was included in the refurbishment of Firehouse#2 and budgeted with 100% airport cash. Grant funds were received for the improvements completed in 2010. There are some unspent funds with that grant due to savings on the initial construction cost. An amendment to that grant and reimbursement with entitlement grant funds will be requested to fund 75% of the project.

This project is in 2012 Capital Improvement Program. The budget has been increased to accommodate a larger generator for complete back-up.

The total bid, 72 hour back-up plus 3% construction reserve is \$363,302, within the revised 2012 construction budget.

<u>Revised Budget</u>	
Design & Soft Cost	\$ 66,000
Completed 2010 Construction	\$187,000
Contract Amount (including 3% reserve)	\$363,302
Construction Contingency	<u>\$ 31,698</u>
Total Budget	\$648,000

This project is being undertaken to repair existing infrastructure that is integral to the safe operation of the airport and is anticipated to be 75% funded with federal grants.

Re: ERMCO, Inc.

As a result, this project is exempt under the Authority's hurdle rate policy, and it has not been subjected to an internal rate of return calculation.

Schedule

If approved, contract award will be May 2012 with a substantial completion date of December 2012.

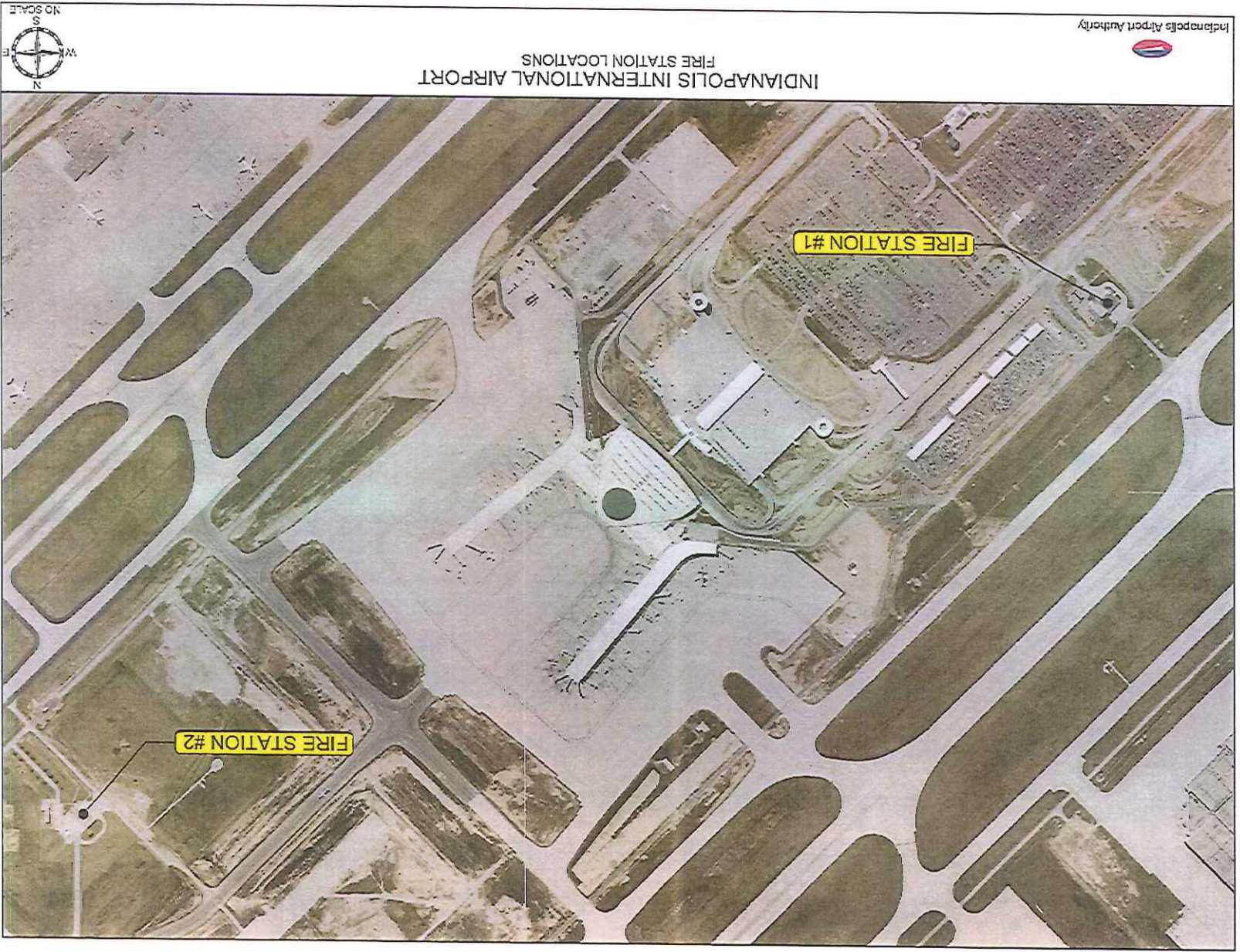
Supplier Diversity Participation

The Director of Supplier Diversity has approved the following:

FIRM	AMOUNT				%		
	DBE	MBE	WBE	DBE	MBE	WBE	
Design Performance, Inc.	\$0	\$0	\$17,236	0	0	4.9	
ATEC, Inc.	\$62,050	\$62,050	\$0	17.6	17.6	0	
Totals	\$62,050	\$62,050	\$17,236	17.6	17.6	4.9	

Recommendation

The IAA staff has reviewed the bids and recommends that the Board consider for approval an award of contract for Project # 1-10-006A - Firehouse #2 Generator Replacement to ERMCO, Inc. in an amount not-to-exceed \$352,720 plus a 3% construction reserve of \$10,582 for a total of \$363,302. ERMCO, Inc. was the lowest responsive and responsible bidder. DBE 17.6% (Advanced Technologies in Electrical and Communications, Inc. (ATEC)), MBE 17.6% (Advanced Technologies in Electrical and Communications, Inc. (ATEC)) and WBE 4.9% (Design Performance, Inc.)





Board Memo – Bid Award

To: IAA Board of Directors

From: Mike Medvescek, Chief Operating Officer

Date: April 26, 2012

Board Date: May 25, 2012

Subject: Award of Bid to Indy Truck Sales for One New Fully Equipped Heavy Duty Wrecker Truck with Attachments, Project # I-12-016

Background

The Indianapolis Airport Authority (IAA) maintains one (1) heavy duty wrecker truck as part of its essential safety equipment. The heavy duty wrecker is part of the Airport's aircraft recovery equipment. It is used to remove heavy equipment and aircraft off the airfield areas. The heavy duty wrecker truck currently utilized by the IAA is over twenty (20) years old. It is utilized year round including during severe weather, and is the only wrecker in the airport fleet. It has also been used to transport disabled buses, tractors, and plow trucks increasing roadside safety.

With only one (1) heavy duty wrecker truck capable of moving aircraft, it is essential it is in good operating condition for service with short notice. The current heavy duty wrecker truck has reached the end of its expected useful life and has increasing maintenance costs. Over the last year, maintenance costs have exceeded \$26,000 which is more than the trade-in value. Currently, it is in need of repairs estimated at a cost exceeding \$80,000. The wrecker truck needs to be replaced to provide reliable aircraft and heavy equipment removal capability to keep airfield and roadways open.

The Invitation to Bid was issued March 6, 2012 with bids received April 3, 2012. Two (2) bids were received, one base bid for \$459,925 which fully met the specifications and the other bid was returned unopened due to late submittal.

The lowest base bid was Indy Truck Sales in the amount of \$459,925. The selected bid deduction items total \$32,295 resulting in a bid amount of \$427,630. The lowest responsive and responsible bidder is Indy Truck Sales.

The disposal of the existing heavy duty wrecker truck is anticipated to be accomplished by trade-in and has an estimated value of \$25,000.

Scope

This project is for the replacement of a 1991 Heavy Duty Wrecker with a new fully equipped Heavy Wrecker Truck with attachments.

Budget

The project was budgeted for \$400,000 as a 2012 purchase and is funded by 100% Airport Cash funds. The cost of the Heavy Duty Wrecker with the selected bid deductions is currently over budget; however, it does not exceed the 10% over budget which would require Mill notification to the airlines. Also, when the estimated trade-in value of \$25,000 is netted against the gross cost of \$427,630, the net impact to Airport Cash is \$402,630.

The Hurdle Rate Policy was not applied to this project because it involves the replacement of essential safety equipment that has no additional utility.

Schedule

Upon notice to proceed, the delivery time of the completed vehicle is expected within 365 days of order.

Supplier Diversity Participation

The Director of Supplier Diversity has determined that due to the nature of scope of work, there will be no M/WBE participation on this contract. MBE 0% and WBE 0%

Recommendation

The IAA staff has reviewed the bids and recommends that the Board consider for approval the issuance of a purchase order to Indy Truck Sales for a Heavy Duty Wrecker Truck Purchase, Project # 1-12-016, in a not-to-exceed amount of \$427,630 and increase the 2012 budget from \$400,000 to \$427,630 (the net budget increase is \$2,630 due to trade-in allowance of \$25,000). Indy Truck Sales was the lowest responsive and responsible bidder. MBE 0% and WBE 0%



Board Memo
Property Acquisition

To: IAA Board of Directors
From: Joseph Heerens, Chief Legal Officer
Date: April 10, 2012
Board Date: May 25, 2012
Subject: Property Acquisition – Ronald D. Messmer

Background

The Indianapolis Airport Authority (“IAA”) has had an active land acquisition program since 1973. Between 1973 and 1987, the land program acquired the majority of the land which comprises the current Airport layout and footprint. In 1987, the IAA began its land acquisition program in support of its Part 150 Noise Compatibility Plan (NCP). Phase I of this program ran from 1987-1992, Phase II ran from 1992-1997, and Phase III was initiated in 1998 and also includes holdout property owners that are remaining from Phases I and II. In 1997, an additional program was added to acquire single family residences located within the IAA’s Indiana Bat and Wetland Mitigation Area, and in 1999, land acquisition began for the future third parallel runway.

Scope

The residential property being acquired from Ronald D. Messmer as shown on the attached schedule is included in the IAA’s land acquisition Phase II Program. The Purchase Agreement under consideration is based on an appraised value of Two Hundred Thirty Two Thousand dollars (\$232,000)

Schedule

May 25, 2012: Approve the Purchase Agreement with Ronald D. Messmer. The closing will occur as soon as practicable thereafter.

Funding

This acquisition is currently funded from the 2012 Capital Improvement Fund. The property will be eligible for federal grant reimbursement as an element of the IAA’s Noise Compatibility Plan.

Recommendation

The IAA Staff recommends the purchase of Ronald D. Messmer’s property as shown on the attached schedule.



Board Memo
Property Acquisition

To: IAA Board of Directors
From: Joseph Heerens, Chief Legal Officer
Date: April 24, 2012
Board Date: May 25, 2012
Subject: Property Acquisition – Thomas and Edna Stuart

Background

The Indianapolis Airport Authority (“IAA”) has had an active land acquisition program since 1973. Between 1973 and 1987, the land program acquired the majority of the land which comprises the current Airport layout and footprint. In 1987, the IAA began its land acquisition program in support of its Part 150 Noise Compatibility Plan (NCP). Phase I of this program ran from 1987-1992, Phase II ran from 1992-1997, and Phase III was initiated in 1998 and also includes holdout property owners that are remaining from Phases I and II. In 1997, an additional program was added to acquire single family residences located within the IAA’s Indiana Bat and Wetland Mitigation Area, and in 1999, land acquisition began for the future third parallel runway.

Scope

The residential property being acquired from Thomas and Edna Stuart as shown on the attached schedule is included in the IAA’s land acquisition Phase II Program. The Purchase Agreement under consideration is based on an appraised value of Eighty Five Thousand (\$85,000).

Schedule

May 25, 2012: Approve the Purchase Agreement with Thomas and Edna Stuart. The closing will occur as soon as practicable thereafter.

Funding

This acquisition is currently funded from the 2012 Capital Improvement Fund. The property will be eligible for federal grant reimbursement as an element of the IAA’s Noise Compatibility Plan.

Recommendation

The IAA Staff recommends the purchase of Thomas and Edna Stuart’s property as shown on the attached schedule.



Board Memo

To: IAA Board of Directors

From: Joseph R. Heerens, IAA Chief Legal Officer

Date: May 9, 2012

Board Date: May 25, 2012

Subject: Solar Farm Interconnection Agreement

Scope

Last year, the Indianapolis Airport Authority (the "IAA") issued a Request for Proposals ("RFP") for the development of a minimum 10 MW solar farm at the Indianapolis International Airport ("Airport"). Through that public bidding process, ET Energy Solutions, LLC ("ET Energy") was selected, and IAA and ET Energy have been working toward finalizing the necessary contracts for this transaction, including an Interconnection Agreement ("Agreement") as well as a Land Lease Agreement ("Land Lease").

Under this transaction, IAA will lease approximately 60 acres of land to ET Energy which will, at its expense, construct, operate and maintain an 11.5 MW solar farm thereon. Pursuant to the terms of the Land Lease, ET Energy will pay market rate rental to IAA for the 60 acres of land.

When placed into operation, the electricity generated by the solar farm will not come to the Airport. Instead, the electricity will be fed into a substation owned by Indianapolis Power & Light Co. ("IPL"), which substation is located just west of the Airport but in close proximity to the solar farm near Interstate 70. Accordingly, IAA and ET Energy have been working with IPL to reach agreement on the terms and requirements of this arrangement.

In addition, IPL and ET Energy have been working with the Indiana Utility Regulatory Commission (the "IURC") which has jurisdiction over certain aspects of this solar farm project, including the established rate structure and length thereof. IPL filed a petition with the IURC last April, 2011, hearings were held, after which the IURC ruled favorably on March 7, 2012.

The parties, in recent months, have been negotiating the Agreement, which will permit the solar farm to be connected to IPL's substation. IAA, by virtue of its ownership of the land upon which the solar farm will be constructed, must be a signatory to this contract along with IPL and ET Energy. The Agreement provides, among other things, that:

- (1) IPL permits ET Energy to interconnect and operate the solar farm in parallel with IPL's electric system and in accordance with IPL's operating procedures and other conditions;
- (2) ET Energy represents and warrants that the solar farm complies with the National Electric Safety Code, IPL's rules and regulations, and IURC's rules and regulations;
- (3) No changes in the approved design of the solar farm will be made without IPL's prior written consent;
- (4) IPL will have access to the solar farm on IAA land as necessary, including access to breakers or other equipment that will isolate the solar farm from IPL's electric system;
- (5) The Agreement shall continue until terminated (notably, the IAA has the right to terminate the Agreement at any time by giving 60 days' notice to IPL);
- (6) Each party indemnifies and holds each other harmless against claims for personal injury, death, and property damage;
- (7) ET Energy indemnifies and holds the IAA harmless from and against any breach or default by ET Energy of its obligations under the Agreement, including any costs that might be incurred by IAA to cure or remedy such breach or default;
- (8) Any disputes between the parties may be submitted to the IURC in accordance with the IURC's applicable rules.

The IAA is also currently negotiating additional contracts for this transaction, including the Land Lease and a Power Purchase Agreement. Upon completion of the Land Lease, it will be submitted to the IAA Board for its review and approval; and it's anticipated the Land Lease will be finalized and presented to the IAA Board in June or July, 2012.

With respect to the regulatory documents such as the Interconnection Agreement more particularly described above, IAA's Management requests that the IAA Board delegate authority to the IAA's Executive Director to sign and execute same as necessary or appropriate for the solar farm project. Certain regulatory documents will be submitted to the IURC for regulatory approval, and they must be signed by all parties prior to their submission to the IURC.

With the normal construction season coming to an end in November 2012, and the Airport's solar farm project not likely to start until late summer at the earliest, it is becoming "time critical" for all parties to be able to move as expeditiously as possible in securing necessary signatures, submitting properly signed regulatory documents quickly (and in a timely fashion), and obtaining the required IURC approvals of regulatory documents. This can best be accomplished, at this point, by delegating authority to sign these regulatory documents to the IAA's Executive Director.

Recommendation

IAA Management recommends that the IAA Board approve, by motion, the delegation of authority to IAA's Executive Director to sign the regulatory documents (such as the Interconnection Agreement) which are necessary and appropriate for the solar farm project on IAA land, with the understanding that the execution of said documents will be promptly reported to the IAA Board via the standard Delegated Authority Schedule. Furthermore, this delegation will be specifically limited to regulatory documents, and it does not include or extend, in any way, to the Land Lease between IAA and ET Energy, which shall be submitted to the IAA Board for its review and approval when the Land Lease is in final form for consideration.